



9-13-04

1626
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Express Mail No.: EV 452 773 267 US

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Application of: Bennett *et al.*

Confirmation No.: 6892

Application No.: 09/642,557

Group Art Unit: 1626

Filed: August 18, 2000

Examiner: WRIGHT, S.

For: PYRAZOLOANTHRONE AND
DERIVATIVES THEREOF AS JNK
INHIBITORS AND COMPOSITIONS
AND METHODS RELATED
THERETO

Attorney Docket No.: 10624-046-999
(CAM #700755-999045)

**TRANSMITTAL OF POWER OF ATTORNEY BY
ASSIGNEE AND EXCLUSION OF INVENTOR(S)
UNDER 37 C.F.R. § 3.71 WITH STATEMENT UNDER 37 C.F.R. 3.73(b)**

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

Sir:

Applicants submit herewith a Power of Attorney by Assignee and Exclusion of Inventor(s) under 37 C.F.R. § 3.71 with Statement Under 37 C.F.R. § 3.73(b), with copy of Limited Liability Company Articles of Organization-Conversion, executed by Dr. Alan J. Lewis, President, Signal Pharmaceuticals, LLC, the Assignee of the entire interest in the above-identified patent application by way of an Assignment from the inventors in the above-identified application to Signal Pharmaceuticals, LLC. (a copy of which is enclosed herewith). Dr. Lewis is authorized to act on behalf of Signal Pharmaceuticals, LLC.

It is estimated that no fee is due in connection with this transmittal. In the event that a fee is required, please charge the required fee to Jones Day Deposit Account No. 50-3013.

Respectfully submitted,

Anthony M. Insogna, Reg. No. 35,203

Date September 9, 2004

By: Michael J. Bruner, Reg. No. 47,458

By: Michael J. Bruner (Reg. No. 47,458)

For: Anthony M. Insogna (Reg. No. 35,203)

JONES DAY

222 East 41st Street

New York, New York 10017

(858) 314-1130



POWER OF ATTORNEY

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Application of: Bennett *et al.*

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Serial No.: 09/642,557

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THEREOF AS JNK INHIBITORS AND
COMPOSITIONS AND METHODS RELATED
THERETO

Attorney Docket No.: 10624-046-999
(CAM #700755-999045)

REVOCATION AND POWER OF ATTORNEY

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

Sir:

Signal Pharmaceuticals, LLC (assignee) hereby revokes any and all previous powers and appoints:

☒ Practitioners at Customer Number 20583

as its attorney(s) or agent(s) to prosecute the application identified above, and to transact all business in the United States Patent and Trademark Office connected therewith.

Please direct all correspondence address for the above-identified application to:

☒ The above mentioned Customer Number.

☒ Firm or Individual Name:

Address: Jones Day, 222 East 41st Street, New York, New York 10017

Telephone: (212) 326-3939

Signal Pharmaceuticals, LLC is the:

- ☐ Applicant/Inventor
☒ Assignee of record of the entire interest. See 37 CFR 3.71.
(Statement under 37 CFR 3.73(b) is applicable)

Statement Under 37 C.F.R. 3.73(b)

Signal Pharmaceuticals, LLC states that it is:

- ☒ the assignee of the entire right, title, and interest; or
☐ an assignee of less than the entire right, title and interest.
The extent (by, percentage) of its ownership interest is %

in the patent application identified above by virtue of:

- ☒ A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

An assignment from: Brydon L. Bennett, Shripad S. Bhagwat, Anthony M. Manning, Brion W. Murray, Eoin C. O'Leary, and Yoshitaka Satoh To: Signal Pharmaceuticals, Inc., which was recorded in the United States Patent and Trademark Office on March 21, 2001 at Reel/Frame 011659/0845; and

- ☒ the conversion of Signal Pharmaceuticals, Inc. to Signal Pharmaceuticals, LLC as evidenced by a certified copy of a Limited Liability Company Certificate of Amendment and a certified copy of a Limited Liability Company Articles of Organization - Conversion, each of which is attached hereto.
- ☐ Additional documents in the chain of title are listed on a supplemental sheet.
- ☒ Copies of assignments or other documents in the chain of title are attached.
[Note: A separate copy (i.e., the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

ASSIGNEE: Signal Pharmaceuticals, LLC

Date:

August 20, 2004

Signature:



Typed Name:

Alan J. Lewis, Ph.D.

Position/Title:

President
Signal Pharmaceuticals, LLC

Note: Signatures of all the inventors or assignees of record of the entire interest or their representative(s) are required. Submit multiple forms if more than one signature is required.

- ☒ Total of 1 form is submitted.



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

JUNE 14, 2001

PTAS



101661972A

PENNIE & EDMONDS LLP
ANTHONY M. INSOGNA
1155 AVENUE OF THE AMERICAS
NEW YORK, NEW YORK 10036

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

10624-046 995

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 03/21/2001

REEL/FRAME: 011659/0845
NUMBER OF PAGES: 4

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

BENNETT, BRYDON L.

DOC DATE: 02/02/2001

ASSIGNOR:

BHAGWAT, SHRIPAD S.

DOC DATE: 02/02/2001

ASSIGNOR:

MANNING, ANTHONY M.

DOC DATE: 03/06/2001

ASSIGNOR:

MURRAY, BRION W.

DOC DATE: 03/05/2001

ASSIGNOR:

O'LEARY, EOIN C.

DOC DATE: 02/02/2001

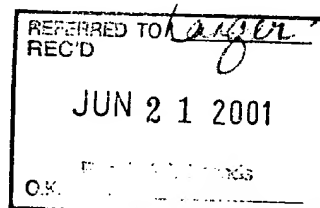
ASSIGNOR:

SATOH, YOSHITAKA

DOC DATE: 02/02/2001

ASSIGNEE:

SIGNAL PHARMACEUTICALS, INC.
5555 OBERLIN DRIVE
SAN DIEGO, CALIFORNIA 92121

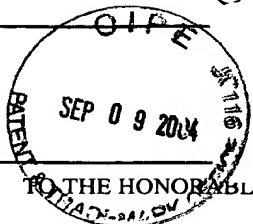


011659/0845 PAGE 2

SERIAL NUMBER: 09642557✓
PATENT NUMBER:

FILING DATE: 08/16/2000
ISSUE DATE:

MARCUS KIRK, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS



03-22-01

04-12-2001

Express Mail No. EL 501 740 421 US



101661972

Attorney Docket Number
10624-046-999TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS
Box Assignment
Washington, DC 20231

3-21-01

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Brydon L. Bennett, Shripad S. Bhagwat,
Anthony M. Manning, Brion W. Murray, Eoin C.
O'Leary and Yoshitaka SatohAdditional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: February 2, 2001, February 2, 2001,
March 6, 2001, March 5, 2001, February 2, 2001
and February 2, 2001, respectively

2. Name and address of receiving party(ies):

Name: Signal Pharmaceuticals, Inc.Address: 5555 Oberlin Drive
San Diego, California 92121

Country (if other than USA): _____

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s) 09/642,557 filed August
18, 2000

B. Patent No.(s) _____

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

PENNIE & EDMONDS LLP
1155 Avenue of the Americas
New York, NY 100366. Number of applications and patents involved: one7. Total fee (37 CFR 3.41):.....\$ 40.00
Please charge to the deposit account listed in Section 8.8. Deposit account number:
16-1150

4UE

DO NOT USE THIS SPACE

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*Anthony M. Insogna 35,203
Name of Person Signing Reg. No.Anthony M. Insogna, N.Y. No. 35,203
By Anthony M. Insogna, N.Y. No. 36,343
SignatureMarch 21, 2001
Date

Total number of pages including cover sheet:

04

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignment
Washington, D.C. 20231

04/11/2001 LMUELLER 00000299 161150 09642557

01: 40.00 CH

NY2-1179103.1

JOINT

ASSIGNMENT

WHEREAS, WE, Brydon L. Bennett, citizen of New Zealand; Shripad S. Bhagwat, citizen of the United States of America; Anthony M. Manning, citizen of New Zealand; Brion W. Murray, citizen of the United States of America; Eoin C. O'Leary, citizen of Ireland; and Yoshitaka Satoh, citizen of Japan, ASSIGNORS, residing at 4931 Diane Court, San Diego, CA 92117; 5015 Ashley Falls Court, San Diego, CA 92130; 12333 Goldfish Court, San Diego, CA 92129; 2685 Narcissus Drive, San Diego, CA 92106; 4964 Vista Place, San Diego, CA 92116; 11460 Larmier Circle, San Diego, CA 92131, respectively, are the inventors of the invention in PYRAZOLOANTHRONE AND DERIVATIVES THEREOF AS JNK INHIBITORS AND COMPOSITIONS AND METHODS RELATED THERETO for which we have executed an application for a Patent of the United States

- ☑ which is identified by Pennie & Edmonds LLP docket no. 10624-046-999
- ☑ which was filed on August 18, 2000, Application No. 09/642,557

and WHEREAS, SIGNAL PHARMACEUTICALS, INC., ASSIGNEE, a corporation of the State of California, having a principle place of business at 5555 Oberlin Drive, San Diego, California 92121 is desirous of obtaining our entire right, title and interest in, to and under the said invention and the said application:


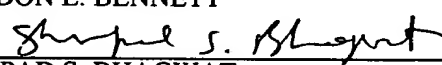




NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said ASSIGNORS, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, our entire right, title and interest in, to and under the said invention, and the said United States application and all divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said invention in any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith.

AND WE HEREBY further covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

IN TESTIMONY WHEREOF, We hereunto set our hands and seals the day and year set opposite our respective signatures.

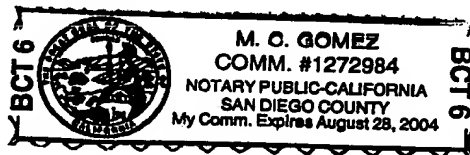
Date <u>2-2-01</u> , 2001	 BRYDON L. BENNETT	L.S.
Date <u>Feb. 2</u> , 2001	 SHRIPAD S. BHAGWAT	L.S.
Date <u>MARCH 6</u> , 2001	 ANTHONY M. MANNING	L.S.
Date <u>March 5</u> , 2001	 BRION W. MURRAY	L.S.
Date <u>Feb 2, 2001</u> , 2001	 EOIN C. O'LEARY	L.S.
Date <u>2/2</u> , 2001	 YOSHITAKA SATOH	L.S.

State of CA }
County of SAN DIEGO } SS.:

On 2/2, 2001, before me, M C Gomez,
personally appeared BRYDON L. BENNETT, personally known to me on the basis of satisfactory evidence to be the
person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon
behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

M C Gomez

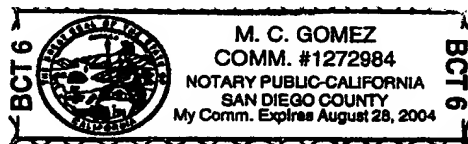


State of CA }
County of SAN DIEGO } SS.:

On Feb 2, 2001, before me, M C Gomez,
personally appeared SHRIPAD S. BHAGWAT, personally known to me on the basis of satisfactory evidence to be the
person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon
behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

M C Gomez



State of }
County of } SS.:

On _____, 2001, before me, _____,
personally appeared _____, personally known to me on the basis of satisfactory evidence to be the
person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same
in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon
behalf of which the person(s) acted, executed the instrument.

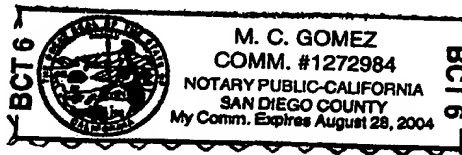
WITNESS my hand and official seal

State of CA }
County of SAN DIEGO } SS.:

On 3-5-, 2001, before me, M C Gomez,
personally appeared BRION W. MURRAY, personally known to me on the basis of satisfactory evidence to be the person(s),
whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon
behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

M C Gomez

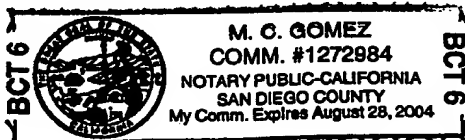


State of CA }
County of SAN DIEGO } SS.:

On 2/02, 2001, before me, M C Gomez,
personally appeared EOIN C. O'LEARY, personally known to me on the basis of satisfactory evidence to be the person(s),
whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon
behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

M C Gomez



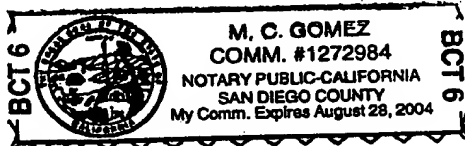
State of CA

County of San Diego } SS.:

On 2/02, 2001, before me, M C Gomez, Notary Public, personally appeared YOSHITAKA SATOH, personally known to me on the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

M C Gomez



State of Missouri

County of St Louis } SS.:

On 2/5, 2001, before me, Margaret R Harber, Notary Public, personally appeared ANTHONY M. MANNING, personally known to me on the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

Margaret R Harber

MARGARET R HARBER
NOTARY PUBLIC STATE OF MISSOURI
ST LOUIS COUNTY
MY COMMISSION EXP OCT 28, 2002

**SECRETARY OF STATE**

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAY - 6 2003



Kevin Shelley

Secretary of State

00705421



State of California
Kevin Shelley
Secretary of State

200312210170

File #

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

APR 28 2003

KEVIN SHELLEY
Secretary of State

**LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION - CONVERSION**

IMPORTANT — READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

This Space For Filing Use Only

CONVERTED ENTITY INFORMATION

1. NAME OF LIMITED LIABILITY COMPANY

Signal Pharmaceuticals, LLC

2. THE PURPOSE OF THE LIMITED LIABILITY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

3. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONLY ONE)

☐ ONE MANAGER ☐ MORE THAN ONE MANAGER ☒ SINGLE MEMBER LIMITED LIABILITY COMPANY ☐ ALL LIMITED LIABILITY COMPANY MEMBERS

4. TYPE OF BUSINESS OF THE LIMITED LIABILITY COMPANY (FOR INFORMATIONAL PURPOSES ONLY)

Biopharmaceutical

5. MAILING ADDRESS OF THE CHIEF EXECUTIVE OFFICE

4550 Towne Centre Court

CITY AND STATE

San Diego, CA

ZIP CODE

92121

6. CHECK THE APPROPRIATE PROVISION BELOW AND NAME THE AGENT FOR SERVICE OF PROCESS

☒ AN INDIVIDUAL RESIDING IN CALIFORNIA

☐ A CORPORATION WHICH HAS FILED A CERTIFICATE PURSUANT TO CALIFORNIA CORPORATIONS CODE SECTION 1505.

AGENT'S NAME Alan Lewis

7. ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CA, IF AN INDIVIDUAL

5555 Oberlin Drive

CITY

San Diego

STATE

CA

ZIP CODE

92121

CONVERTING ENTITY INFORMATION

8. NAME OF CONVERTING ENTITY

Signal Pharmaceuticals, Inc.

9. FORM OF ENTITY

Corporation

10. JURISDICTION

California

11. CA SECRETARY OF STATE FILE NUMBER, IF ANY

C1825592

12. THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING:

NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE

1,000 shares of common stock

PERCENTAGE VOTE REQUIRED

66.67

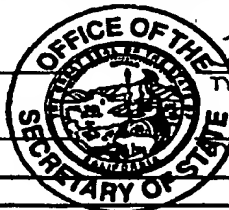
ADDITIONAL INFORMATION

13. NUMBER OF PAGES ATTACHED, IF ANY: _____ THE ATTACHED PAGES ARE INCORPORATED HEREIN BY THIS REFERENCE.

14. I DECLARE THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON



John W. Jackson Chief Executive Officer
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

Robert J. Hugin Chief Financial Officer
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON